

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

TAIMUR JAMIL,

Plaintiff,

- against -

SPI ENERGY CO. LTD.,

Defendant.

16 Civ. 01972 (JSR)

Declaration of Jay B. Zimner, Esq., in  
Support of Plaintiff's Motion to Register  
the Judgment in Another District

Jay B. Zimner, an attorney duly admitted to practice law before the courts of the State of New York and before the United States District Court for the Southern District of New York, hereby declares as follows:

1. I am an attorney with Zimner Law, PC, attorneys for plaintiff Taimur Jamil ("Jamil" or "Plaintiff"). I submit this declaration, based on my personal knowledge and investigation done by me and others working on this case, in support of Jamil's motion for leave to register the judgment in this action in the United States District Court, Central District of California, the United States District Court, District of Delaware, and the United States District Court, Eastern District of Wisconsin.

The Judgment and the Appeal

2. In an Opinion and Order dated January 30, 2017, the Honorable Jed S. Rakoff, U.S.D.J. awarded Jamil judgment against SPI Energy Co. Ltd. ("SPI") in the sum of \$861,533.41.

3. On January 31, 2017, a judgment was filed in that amount. The judgment was entered on the docket on February 1, 2017.

4. On March 2, 2017, SPI filed a Notice of Appeal from the October 25, 2016 Opinion and Order that granted Jamil partial summary judgment, the January 30, 2017 Opinion and Order determining damages, and the January 31, 2017 Judgment.

5. SPI has not filed a supersedes bond, and there is no stay of enforcement.

6. SPI filed its Reply Brief with the United States Second Circuit Court of Appeals on August 4, 2017.

7. The parties have requested oral argument in the Second Circuit, but an argument date has not been set. We do not know when oral argument will be scheduled or when the appeal will be finally decided. (Based on the information in the Oral Argument Statement filed by the parties, oral argument could be scheduled some time in the next 16 weeks).

#### SPI'S Assets

8. When SPI terminated Jamil's employment, SPI's only office in New York closed. When this action was commenced, SPI was a California corporation. During the pendency of the action, SPI reorganized as a Cayman Islands entity with its headquarters in China.

9. Since the judgment was entered, counsel for Jamil have been searching for assets belonging to SPI to satisfy the judgment. We have not been able to locate any assets belonging to SPI in the Southern District of New York.

10. From its public filings, it appears that SPI has assets in the form of a wholly owned subsidiary formed under Delaware law and it has stock ownership interests in another company headquartered in Wisconsin.

11. SPI had and likely still has a banking relationship with a bank located in California.

12. Research shows that SPI is seriously delinquent in its filings with the United States Securities and Exchange Commission, and it is currently attempting to stave off suspension of trading of its securities and delisting by the Nasdaq.

13. Jamil has made the necessary showing and met the "good cause" standard. Jamil has been unable to locate any assets belonging to SPI in the Southern District of New York. However, based on SPI's public filings and past practices Jamil has identified holdings in Delaware, Wisconsin, and California which may be used to satisfy the judgment in this case. There is no reason why the judgment should not be enforceable now and while SPI still has assets in the United States.

14. Accordingly, to facilitate the collection of the judgment against SPI, Jamil requests that the judgment be registered in the United States District Court, Central District of California, the United States District Court, District of Delaware, and the United States District Court, Eastern District of Wisconsin.

I declare under the penalty of perjury that the foregoing is true and correct.

Executed on August 21, 2017.

/s/Jay B. Zimner  
Jay B. Zimner